

LOBBYING REPORT

Lobbying Disclosure Act of 1995 (Section 5) - **All Filers Are Required To Complete This Page**

1. Registrant Name:

BAE SYSTEMS , INC.

2. Address:

1300 NORTH 17TH STREET SUITE 1400, ARLINGTON, VA 22209

3. Principal place of business (if different from line 2):

Country: City: State/Zip(or Country):

4. Contact Name: ROBERT FITCH

Telephone: 703-907-8200

E-mail (optional): bob.fitch@baesystems.com

Senate ID #: 15907-12

House ID #: 31489000

7. Client Name: Self

BAE Systems , Inc.

TYPE OF REPORT

8. Year 2006 Midyear (January 1 - June 30): **OR** Year End (July 1 - December 31):

9. Check if this filing amends a previously filed version of this report:

10. Check if this is a Termination Report: => Termination Date: 11. No Lobbying Activity:

INCOME OR EXPENSES

Complete Either Line 12 **OR** Line 13

12. Lobbying Firms

INCOME relating to lobbying activities for this reporting period was:

Less than \$10,000:

\$10,000 or more: => Income (nearest \$20,000): _____

Provide a good faith estimate, rounded to the nearest \$20,000, of all lobbying related income from the client (including all payments to the registrant by any other entity for lobbying activities on behalf of the client).

13. Organizations

EXPENSES relating to lobbying activities for this reporting period were:

Less than \$10,000:

\$10,000 or more: => Expenses (nearest \$20,000): 2,160,000.00

14. Reporting Method.

Check box to indicate expense accounting method. See instructions for description of options.

Method A. Reporting amounts using LDA definitions only

Method B. Reporting amounts under section 6033(b)(8) of the Internal Revenue Code

Method C. Reporting amounts under section 162(e) of the Internal Revenue Code

Registrant Name: BAE SYSTEMS , INC. Client Name: BAE Systems , Inc.

LOBBYING ACTIVITY

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: BUD (one per page)

16. Specific lobbying issues:

HR 4939, FY06 Emergency Supplemental; HR 5441, FY07 Homeland Security Appropriations Bill, Titles (Counter MANPADS, ASI, Deepwater);

17. House(s) of Congress and Federal agencies contacted:

U.S. Senate

U.S. House of Representatives

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ASHOOH, RICH

Covered Official Position (if applicable):

Name: FITCH, ROBERT

Covered Official Position (if applicable):

Name: MIKO, JOHN

Covered Official Position (if applicable):

Name: MULLETT, JOHN

Covered Official Position (if applicable):

Name: VESSELLA, CANDACE

Covered Official Position (if applicable):

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: BAE SYSTEMS , INC. Client Name: BAE Systems , Inc.

LOBBYING ACTIVITY

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: DEF (one per page)

16. Specific lobbying issues:

HR 5122 National Defense Authorization Act for FY07;HR 5631 House and Senate Defense Appropriations for FY07; S. 2766, FY07 Defense Authorization Bill, Titles (Procurement and RDT&E) Provisions related to appropriations for Army, Navy and Air Force programs, weapons and tracked combat vehicles; HR 5020, FY07 Intelligence Authorization bill (Title I); S. 3237 FY07 Intelligence Authorization Bill (Title I)

17. House(s) of Congress and Federal agencies contacted:

House of Representatives
U.S. Senate
DOD
Dept. of Army
Dept. of Navy

18. Name of each individual who acted as a lobbyist in this issue area:

Name: ASHOOH, RICH
Covered Official Position (if applicable):
Name: BURNS, JULIAN
Covered Official Position (if applicable):
Name: ELLIOTT, CHARLES
Covered Official Position (if applicable):
Name: FITCH, ROBERT
Covered Official Position (if applicable):
Name: FRASER, JIM
Covered Official Position (if applicable):
Name: HESCHELES, HEATHER
Covered Official Position (if applicable):
Name: MIKO, JOHN
Covered Official Position (if applicable):
Name: MULLETT, JOHN
Covered Official Position (if applicable):
Name: VESSELLA, CANDACE
Covered Official Position (if applicable):

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: BAE SYSTEMS , INC. Client Name: BAE Systems , Inc.

LOBBYING ACTIVITY

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: FDR (one per page)

16. Specific lobbying issues:

HR 2830, Pension Security and Transparency Act; S. 1783, Pension Security and Transparency Act; US-UK Caucus

17. House(s) of Congress and Federal agencies contacted:

U.S. House of Representatives

U.S. Senate

18. Name of each individual who acted as a lobbyist in this issue area:

Name: FITCH, ROBERT

Covered Official Position (if applicable):

Name: VESSELLA, CANDACE

Covered Official Position (if applicable):

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Registrant Name: BAE SYSTEMS , INC. Client Name: BAE Systems , Inc.

LOBBYING ACTIVITY

Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code: TRD (one per page)

16. Specific lobbying issues:

S. 3549, Foreign Investment and National Security Act of 2006; H.R. 5337 Reform of National Security Reviews of Foreign Direct Investment Act. Provisions related to changes in CFIUS structure and process; Hybrid Vehicle Technology development; Trade policy/Export license issues, Enforcement of multilateral agreements.

17. House(s) of Congress and Federal agencies contacted:

U.S. House of Representatives

U.S. Senate

DOD

Dept. of Commerce

Dept. of State

18. Name of each individual who acted as a lobbyist in this issue area:

Name: BURNS, JULIAN

Covered Official Position (if applicable):

Name: ELLIOTT, CHARLES

Covered Official Position (if applicable):

Name: FITCH, ROBERT

Covered Official Position (if applicable):

Name: FRASER, JIM

Covered Official Position (if applicable):

Name: MIKO, JOHN

Covered Official Position (if applicable):

Name: MULLETT, JOHN

Covered Official Position (if applicable):

Name: VESSELLA, CANDACE

Covered Official Position (if applicable):

19. Interest of each foreign entity in the specific issues listed on line 16 above. **None**

Signature: ON FILE Date: Aug 14, 2006

Printed Name and Title: Robert J. Fitch, Sr. Vice President, Government Re -

Registrant Name: BAE SYSTEMS , INC. Client Name: BAE Systems , Inc.

Information Update Page:

Complete ONLY where registration information has changed.

21. Client new principal place of business (if different from line 20):

Country: USA

LOBBYIST UPDATE

23. Name of each previously reported individual who is NO LONGER expected to act as a lobbyist for the client

Name: ,

Name: ,

ISSUE UPDATE

24. General lobbying issues previously reported that NO LONGER pertain

AFFILIATED ORGANIZATIONS

25. Add the following organization(s)

26. Name of each previously reported organization that is NO LONGER affiliated with the registrant or client

FOREIGN ENTITIES

27. Add the following foreign entities

28. Name of each previously reported foreign entity the NO LONGER owns, OR controls, OR is affiliated with the registrant, client or affiliated organization

Signature: ON FILE Date: Aug 14, 2006

Printed Name and Title: ROBERT J. FITCH, SR. VICE PRESIDENT, GOVERNMENT RE -